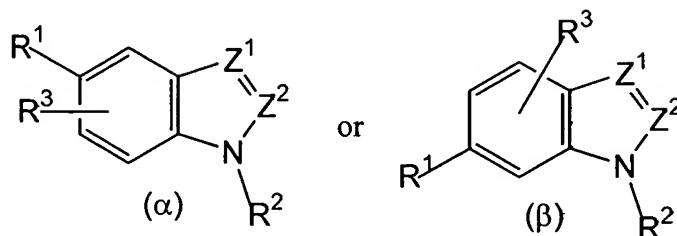


**CLAIM AMENDMENTS**

1-38. (canceled)

39. (currently amended) A compound of the formula:



and the pharmaceutically acceptable salts thereof,

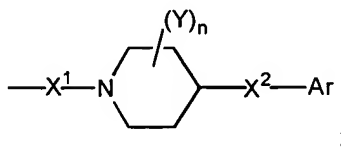
wherein each of Z<sup>1</sup> and Z<sup>2</sup> is independently CR<sup>4</sup> or N;

where each R<sup>4</sup> is independently selected from the group consisting of H, alkyl (1-6C) and aryl, each of and aryl,

each of said alkyl and aryl optionally including one or more heteroatoms selected from O, S, and N and each O, S, and N,

each of said alkyl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR, CN, =O, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C) and each H or alkyl (1-6C),

and each of said aryl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR, CN, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C);

R<sup>1</sup> is

wherein

X<sup>1</sup> is CO, SO or CHOH;

Y is optionally substituted alkyl, optionally substituted aryl, or optionally substituted arylalkyl or two Y taken together may form an alkylene (2-3C) bridge;

n is 0, 1 or 2;

X<sup>2</sup> is CH, CH<sub>2</sub>, CO, CHOH, ~~CO~~ SO or SO<sub>2</sub>; and

Ar consists of one or two phenyl moieties directly coupled to X<sup>2</sup>, said one or two phenyl moieties being optionally substituted by one or more substituents selected from the group consisting of halo, nitro, alkyl (1-6C), alkenyl (2-6C), alkynyl (2-6C), CN, CF<sub>3</sub>, RCO, COOR, CONR<sub>2</sub>, NR<sub>2</sub>, OR, SR, OOCR, NROCR; and phenyl, itself optionally substituted by one or more of the foregoing substituents, wherein R in the foregoing optional substituents is H or alkyl (1-6C);

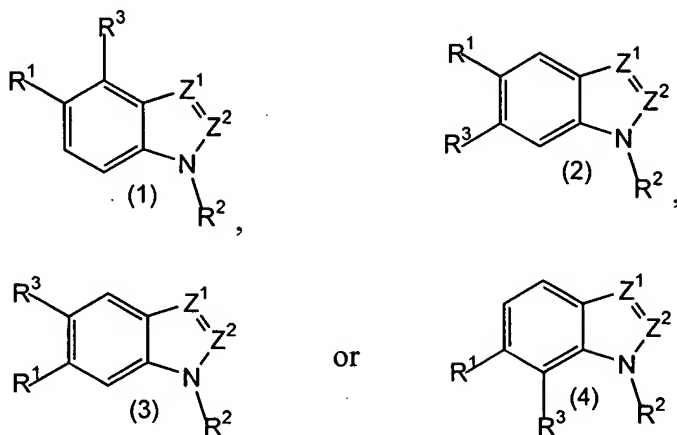
R<sup>2</sup> is selected from the group consisting of H, alkyl (1-6C) ~~and aryl, each of and aryl,~~  
each of said alkyl optionally including one or more heteroatoms which are selected from ~~O,~~  
~~S and N,~~ and each O, S and N,

and each of said aryl or alkyl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR, CN, =O, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is ~~H or alkyl (1-6C) and each~~ H or alkyl (1-6C),

and each of said aryl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR, CN, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C);

R<sup>3</sup> is selected from the group consisting of H, halo, NO<sub>2</sub>, alkyl (1-6C), alkenyl (2-6C), alkynyl (2-6C), CN, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, and NROCR where R is H or alkyl (1-6C).

40. (previously presented) The compound of claim 39 which is of the formula



41. (currently amended) The compound of claim 39 wherein  $R^2$  is ~~alkyl (1-6C) or aryl,~~  
each of alkyl (1-6C) or aryl,

each of said alkyl or aryl optionally including one or more heteroatoms which are selected from ~~O, S and N, and each O, S and N,~~

and each of said alkyl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR,  $NR_2$ , RCO, COOR,  $CONR_2$ , OOCR, NROCR, CN, =O, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or ~~alkyl (1-6C) and each of alkyl (1-6C),~~

and each of said aryl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR,  $NR_2$ , RCO, COOR,  $CONR_2$ , OOCR, NROCR, CN, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C).

42. (previously presented) The compound of claim 39 wherein  $X^1$  is CO.

43. (previously presented) The compound of claim 39 wherein  $X^2$  is  $CH_2$ .

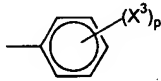
44. (previously presented) The compound of claim 39 wherein  $X^1$  is CO and  $X^2$  is  $CH_2$ .
45. (previously presented) The compound of claim 39 wherein  $Z^1$  and  $Z^2$  are  $CR^4$ .
46. (previously presented) The compound of claim 44 wherein  $Z^1$  and  $Z^2$  are  $CR^4$ .
47. (previously presented) The compound of claim 39 wherein  $Z^1$  is N and  $Z^2$  is CH.
48. (previously presented) The compound of claim 44 wherein  $Z^1$  is N and  $Z^2$  is CH.
49. (previously presented) The compound of claim 40 which is of the formula (2).
50. (previously presented) The compound of claim 44 which is of the formula (2).
51. (previously presented) The compound of claim 40 wherein  $R^3$  is halo or OR where R is alkyl (1-6C).
52. (previously presented) The compound of claim 44 wherein  $R^3$  is halo or OR where R is alkyl (1-6C).
53. (currently amended) The compound of claim 44 wherein  $R^2$  is alkyl (1-6C) ~~or is aryl, each of~~ or is aryl,  
each of said alkyl or aryl ~~constituting the substituent  $R^2$  optionally including one or more heteroatoms which are selected from O, S and N, and each O, S and N,~~  
and each said alkyl optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR,  $NR_2$ , RCO, COOR,  $CONR_2$ , OOCR, NROCR (where R is H or 1-6C alkyl), CN, =O, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring ~~optionally containing 1-2 N and each of~~ containing 1-2 N,

and each of said aryl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR, CN, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C).

54-55. (canceled)

56. (previously presented) The compound of claim 39 wherein n is 0.

57. (previously presented) The compound of claim 52 wherein n is 0.

58. (previously presented) The compound of claim 39 wherein Ar is  wherein each X<sup>3</sup> is independently alkyl (1-6C), halo, OR, or NR<sub>2</sub> and p is 0, 1, 2 or 3.

59. (currently amended) The compound of claim 39 wherein Z<sup>2</sup> is CH and wherein R<sup>2</sup> is alkyl (1-6C) ~~or is aryl, each of said or is aryl,~~

~~each of said alkyl or aryl constituting the substituent R<sup>2</sup> optionally including one or more heteroatoms which are selected from O, S and N, and each said O, S and N,~~

and each said alkyl optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR (where R is H or 1-6C alkyl), CN, =O, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally ~~containing 1-2 N and each of~~ containing 1-2 N,

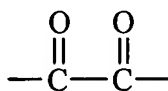
and each of said aryl being optionally substituted by one or more substituents selected from the group consisting of halo, OR, SR, NR<sub>2</sub>, RCO, COOR, CONR<sub>2</sub>, OOCR, NROCR, CN, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C).

60. (previously presented) The compound of claim 39 wherein  $Z^1$  is  $CR^4$  and  $R^4$  is other than H.

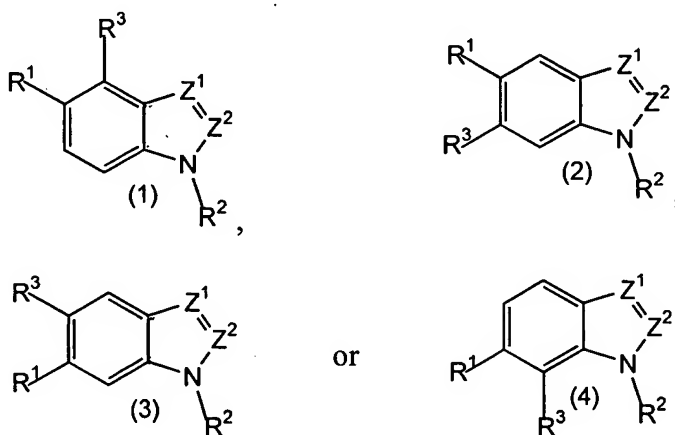
61. (previously presented) The compound of claim 39 wherein  $Z^1$  is  $CR^4$  wherein  $R^4$  is other than H and  $Z^2$  is CH.

62. (previously presented) The compound of claim 61 wherein  $R^4$  is alkyl, either containing one or more heteroatoms selected from O, S and N, or said alkyl being substituted by one or more substituents selected from the group consisting of halo, OR, SR,  $NR_2$ , RCO, COOR,  $CONR_2$ , OOCR, NROCR, CN, =O, a five- or six-membered saturated carbocyclic ring or heterocyclic ring containing 1-2 N, and a six-membered aromatic ring optionally containing 1-2 N, where R in the foregoing optional substituents is H or alkyl (1-6C); or both.

63. (previously presented) The compound of claim 62 wherein  $R^4$  includes the structure

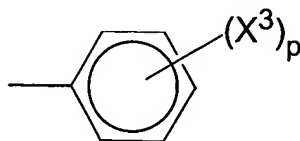


64. (previously presented) The compound of claim 63 which is of the formula



65. (previously presented) The compound of claim 64 which is of the formula (2).

66. (previously presented) The compound of claim 62 wherein Ar is



wherein each  $X^3$  is independently alkyl (1-6C), halo, OR; or  $NR_2$  and p is 0, 1, 2 or 3.

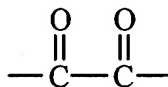
67. (previously presented) The compound of claim 62 wherein  $R^3$  is halo or OR where R is alkyl (1-6C).

68. (previously presented) The compound of claim 62 wherein  $R^4$  includes the structure  $NR_2$ .

69. (previously presented) The compound of claim 62 wherein  $R^4$  includes the structure of a saturated 5 or 6 membered ring containing 1-2 heteroatoms.

70. (previously presented) The compound of claim 62 wherein  $R^4$  includes the structure of an unsaturated 5 or 6 membered ring containing 1-2 heteroatoms.

71. (previously presented) The compound of claim 66 wherein  $R^4$  includes the structure:



72. (currently amended) The compound of claim 39 which is selected from the group consisting of:

~~4-benzylpiperidinyl indole-5-carboxamide;~~

4-benzylpiperidinyl indole-5-carboxamide;

4-chloro-4-benzylpiperidinyl indole-5-carboxamide;

6-chloro-4-benzylpiperidinyl indole-5-carboxamide;

4-chloro-(4-(4-fluorobenzyl) piperidinyl)-indole-5-carboxamide;

6-chloro-(4-(4-fluorobenzyl) piperidinyl)-indole carboxamide;

4-methoxy-(4-benzylpiperidiny)-indole-5-carboxamide;  
6-methoxy-(4-benzylpiperidiny)-indole-5-carboxamide;  
4-methoxy-(4-(4-fluorobenzyl) piperidiny)-indole-5-carboxamide;  
6-methoxy-(4-(4-fluorobenzyl) piperidiny)-indole-5-carboxamide;  
N-(3-cyclohexylmethylamino-2-hydroxypropyl)-(4-benzylpiperidiny)-indole-5-carboxamide;  
N-(3-N-methylpiperazinyl-2-hydroxypropyl)-(4-benzylpiperidiny)-indole-5-carboxamide;  
N-(3-benzylamino-2-hydroxypropyl)-(4-benzylpiperidiny)-indole-5-carboxamide;  
N-[3-{(4-methoxybenzyl)-amino}-2-hydroxypropyl-](4-benzylpiperidiny)-indole-5-carboxamide;  
N-{3-n-propylamino-2-hydroxypropyl}-(4-benzylpiperidiny)-indole-5-carboxamide;  
N-(4-pyridoyl)-(4-benzylpiperidiny)indole-5-carboxamide;  
N-(4-pyridylmethyl)-(4-benzylpiperidiny)-indole-5-carboxamide;  
N-methylacetyl-(4-benzylpiperidiny)-indole-5-carboxamide;  
N-acetyl-4-benzylpiperidiny indole-5-carboxamide;  
N-(n-propylamide)acetyl 4-benzylpiperidiny indole-5-carboxamide;  
4-benzylpiperidiny-indole-5-carboxamide-1-acetic acid-n-butylamide;  
4-benzylpiperidiny-indole-5-carboxamide-1-acetic acid 4-methoxybenzyl amide;  
3-(2-methoxyethylaminocarboxamidyl)-(4-benzylpiperidiny)indole-5-carboxamide;  
3-(2-methylaminoethylaminocarboxamidyl)-(4-benzylpiperidiny)indole-5-carboxamide;  
3-(2-aminoethylaminocarboxamidyl)-(4-benzylpiperidiny)indole-5-carboxamide;  
3-(4-benzylpiperidinylcarboxamidyl)-(4-benzylpiperidiny)indole-5-carboxamide;  
3-(4-benzylpiperidinylcarboxamidyl)-(4-benzylpiperidiny)indole-6-carboxamide;  
3-(4-fluorobenzylcarboxamidyl)-(4-benzylpiperidiny)indole-5-carboxamide;  
3-[2-(3,5-dimethoxyphenyl)ethylcarboxamidyl]-(4-benzylpiperidiny)indole-5-carboxamide;  
6-methoxy-(4-benzylpiperidiny)indole-5-carboxamide;  
3-trifluoroacetyl-(4-benzylpiperidiny)indole-5-carboxamide;  
6-methoxy-3-(2-dimethylaminoethylamino)carboxamidyl-(4-benzylpiperidiny)indole-5-carboxamide;



3-trifluoroacetyl-4-benzylpiperidinylindole-5-carboxamide;  
4-benzylpiperidinyl indole-5-carboxamide-3-carboxylic acid;  
3-(2-dimethylamino)ethylaminocarboxamidyl-(4-benzylpiperidinyl)indole-5-carboxamide;  
or is a compound as set forth in Table 5.

73. (currently amended) The compound of claim 72 which is  
~~4-benzylpiperidinyl indole-5-carboxamide;~~  
4-benzylpiperidinyl indole-5-carboxamide;  
3-[2-dimethylaminoethylaminocarbonyl]-4-benzylpiperidinyl-6-methoxy indole-5-  
carboxamide; or  
4-benzylpiperidinyl-6-methoxy benzimidazole-5-carboxamide.

74. (currently amended) The compound of claim 73 which is ~~4-benzylpiperidinyl 4-~~  
benzylpiperidinyl indole-5-carboxamide

75. (previously presented) A method to treat a condition characterized by a pro-  
inflammation response which method comprises administering to a subject in need of such  
treatment an amount of a compound of claim 39 or a pharmaceutical composition thereof effective  
to treat said condition.

76. (currently amended) The method of claim 75 wherein said condition ~~characterized~~  
~~by inflammation~~ is acute respiratory distress syndrome, asthma, chronic obstructive pulmonary  
disease, uveitis, IBD, acute renal failure, head trauma, or ischemic/reperfusion injury.

77. (currently amended) A method to treat a heart condition associated with cardiac  
failure, which method comprises administering to a subject in need of such treatment an amount of a  
compound of ~~any of claim 76~~ claim 39 or a pharmaceutical composition thereof effective to treat  
said heart condition.

78. (currently amended) The method of claim 77 wherein said ~~chronic~~ heart condition is congestive heart failure, cardiomyopathy or myocarditis.